

**Amendments to the Claims:** Please cancel all original claims, 1-13, without prejudice and add the following new claims, 14-34.

1. (Cancelled) A computer based peer-to-peer content delivery system, comprising of a transaction server: i. a persistent data store containing a database storing user and transaction information ii. a data communications interface and iii. a controller operatively connected to the persistent data store and the data communications interface; and b. software executing in the transaction server, the software capable of: i. client registration and logon authentication; ii. tracking transactions between purchasing clients and distribution clients. iii. tracking initial content transfers to and from the distribution server; iv. initiate distribution lotteries between clients. A distribution server comprising: i. a persistent data store, the persistent data store containing a plurality of individually selectable data files, some of the data files being pre-loaded onto the persistent data store; ii. a data communications interface operatively connected to a data communications network to effect a peer-to-peer network; and iii. a controller operatively connected to the persistent data store and the data communications interface; and b. software executing in the distribution server, the software capable of: i. identifying validated clients allowed to download content based on transactions authorized by the transaction server; ii. allowing distribution of the data files when authorized by the publishers identified other workstations after receiving authorization from the transaction server; iii. securing the data files from unauthorized access; and iv. allowing publishers of the stored data files to manipulate the content

2. (Cancelled) A content delivery system as claimed in claim 1 wherein the transaction

server and distribution server service are; a. combined in one computing device to service a small client base; b. replaced a cluster of computing devices to service a large user base.

3. (Cancelled) A content delivery system as claimed in claim 1 wherein client computer(s) running software are used to connect to the content delivery system via a network interface.

4. (Cancelled) The system of claim 1 wherein the data files comprise works subject to copyright and workings not subject to copyright.

5. (Cancelled) A content delivery system as claimed in claim 1 wherein said plurality of data files includes audio files, spoken audio files, visual image files, text files, video files, multimedia files, operating code files or configuration information files.

6. (Cancelled) A method of distributing data files for the content delivery system of claim 1 comprising: a. pre-loading a plurality of data files onto the persistent data store of the distribution server; b. initializing access of the system to a peer-to-peer network.

7. (Cancelled) The method of claim 6 further comprising wherein content is not allowed to be uploaded or transfer into the network by anyone other than the content publisher or instrument of the content publisher authorized to make material available for public sale.

8. (Cancelled) The method of claim 6 further comprising wherein content is distributed to clients from the distribution server or from another peer after the transaction server has validated

the purchase of said content.

9. (Cancelled) The method of claim 8 further comprising wherein the content is authenticated and digitally verified for authenticity by the transaction server prior to initiating the content transfer from one peer to another.

10. (Cancelled) The method of claim 8 further comprising wherein content is initially distributed from the distribution server to a single client then redistributed to other clients in a peer-to-peer fashion.

11. (Cancelled) A method of claim 10 further comprising the content distribution process is determined by distribution drawing conducted by the transaction server using accumulated points submitted into a random drawing as the basis for determining the host client participating in the content distribution transaction.

12. (Cancelled) The method of claim 10 further comprising wherein point(s) are awarded to clients when they purchase or distribute content to other peers within the content delivery system.

13. (Cancelled) A points redemption process within the content delivery system claimed in claim 1 wherein points accumulated by the client in the process referenced in claim 12 can readily be converted to goods, cash or services at any time by the administrative body of the content delivery system.

14. (New) A method of distributing content over a communications network, the method comprising the steps of:

- A. maintaining content on a user content downloading system in communication with the communications network;
- B. allowing a first user to access the content downloading system through the communications network;
- C. in response to receiving a first request for first content from the first user, downloading the first content to a remote content storage system through the communications network; and
- D. in response to receiving a first subsequent request for said first content another user or from the first user for downloading of the first content to yet a further user, providing a first reward to the first user.

15. (New) The method of distributing content of claim 14 also including the step of: E.  
in response to at least one among a plurality of further subsequent requests respectively from each among a plurality of additional subsequent users for said first content, providing at least a second award to the first user.

16. (New) The method of distributing content of claim 15 wherein: (i) the first subsequent request for said first content is from said another user; and (ii) in step E, the providing step also includes providing at least a third award to said another user.

17. (New) The method of distributing content of claim 14 wherein the remote content storage system is the first user's content storage system
18. (New) The method of distributing content of claim 15 wherein (i) the remote content storage system is the first user's content storage system and (ii) the method also includes in step E: in response to at least one among said plurality of further subsequent requests respectively from a plurality of additional subsequent users for said first content, downloading the first content from the first user's content storage system to at least one additional subsequent user storage system.
19. (New) The method of distributing content of claim 18 also including the step of: F. providing at least a fourth award to the first user.
20. (New) The method of distributing content of claim 16 wherein (i) the remote content storage system is the first user's content storage system and (ii) the method also includes in step E: in response to at least one among said plurality of further subsequent requests respectively from a plurality of additional subsequent users for said first content, downloading the first content from the first user's content storage system to at least one additional subsequent user storage system.
21. (New) The method of distributing content of claim 20 also including the step of: F. providing at least a fourth award to the first user.

22. (New) A method of distributing content over a communications network, the method comprising the steps of:

- A. providing a content on a content downloading system in communication with the communications network;
- B. allowing a first user to access the content downloading system through the communications network;
- C. in response to receiving a first request for first content from the first user, transferring the first content to a remote content storage system through the communications network;
- D. in response to receiving a first subsequent request for said first content from another user, providing a first reward to the first user; and
- E. in response to at least one among a plurality of further subsequent requests respectively from among a plurality of additional subsequent users for said first content, providing at least a second award to the first user.

23. (New) The method of distributing content of claim 22 wherein, in step E, the providing step also includes providing at least a third award to said another user.

24. (New) The method of distributing content of claim 22 wherein the remote content storage system is the first user's content storage system

25. (New) The method of distributing content of claim 24 also including in step E: in response to at least one among said plurality of further subsequent requests respectively from a

plurality of additional subsequent users for said first content, transferring the first content from the first user's content storage system to at least one additional subsequent user storage system.

26. (New) The method of distributing content of claim 25 also including the step of: F. providing at least a third award to the first user.

27. (New) The method of distributing content of claim 24 also including in step E: in response to at least one among said plurality of further subsequent requests respectively from a plurality of additional subsequent users for said first content, transferring the first content from said another user's content storage system to at least one additional subsequent user storage system.

28. (New) The method of distributing content of claim 27 also including the step of: F. providing at least a third award to said another user.

29. (New) The method of distributing content of claim 25 wherein, in step E, the transferring step transfers the first content through the communications network.

30. (New) The method of distributing content of claim 26 wherein, in step E, the transferring step transfers the first content through the communications network.

31. (New) The method of distributing content of claim 27 wherein, in step E, the transferring step transfers the first content through the communications network.

32. (New) The method of distributing content of claim 28 wherein, in step E, the transferring step transfers the first content through the communications network.

33. (New) The method of distributing content of claim 32 also including the step of: F.  
in response to receiving a second further request for second content from a different user, transferring the first content to the different user's storage system from the first or another user's storage system through the communications network and providing a fourth reward to the first or another user.